

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

OCT 04 2001

Michael N. Milby, Clerk of Court

IN RE:

VENTURI ENTERPRISES, INC.

DEBTOR

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CASE NO. 01-31443-H4-11

CHAPTER 11

ORDER AUTHORIZING
FIRST AND FINAL APPLICATION FOR COMPENSATION OF ADAIR &
MYERS, P.L.L.C., FOR THE PERIOD MAY 9, 2001 THROUGH
AUGUST 1, 2001 IN THEIR CAPACITY AS ATTORNEYS FOR
THE COMMITTEE OF UNSECURED CREDITORS

After due notice, came on for consideration the First Interim Application for Compensation for the Period May 9, 2001 through August 1, 2001, by Adair & Myers, P.L.L.C., in their Capacity as Attorneys for the Committee of Unsecured Creditors of Venturi Enterprises, Inc. and no one having timely requested a hearing with respect to the Application;

And the Court having considered the Application, the matters contained therein and being of the opinion that the fees and expenses sought to be recovered should be allowed and paid in the amounts set below to Adair & Myers, P.L.L.C., as counsel to the Committee of Unsecured Creditors herein; it is, therefore

ORDERED, ADJUDGED AND DECREED that Adair & Myers, P.L.L.C., be and hereby is ALLOWED compensation for legal fees as shown on the final invoice from May 9, 2001 through August 1, 2001, in the amount of \$13,348.50 for reimbursement for legal fees and \$871.07 for expenses as shown on the invoice; and it is further

ORDERED, ADJUDGED AND DECREED that Randy W. Williams, be and hereby is ALLOWED compensation for legal fees as shown on the final invoice from May 9, 2001 through August 1, 2001, in the amount of \$4,092.00 for reimbursement for legal fees and \$5.80 for expenses as shown on the invoice; and it is further

ORDERED that the Debtor shall promptly pay such amounts as an administrative expense.

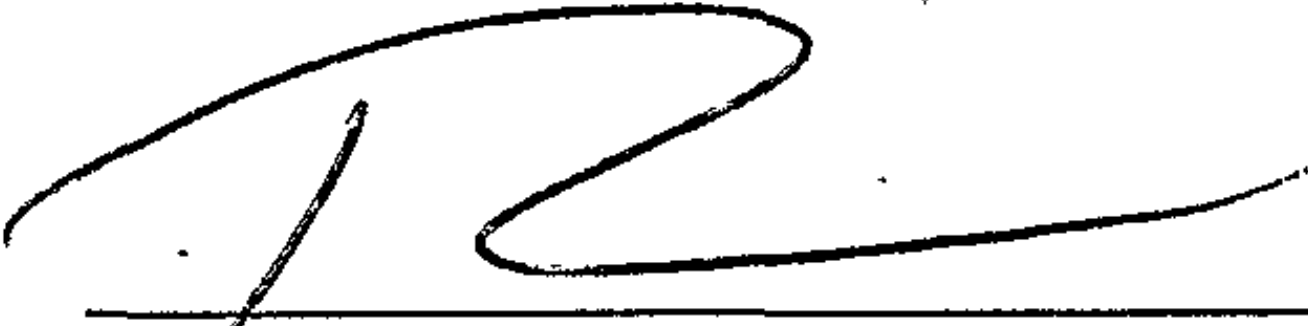
SIGNED: 10/3, 2001.


UNITED STATES BANKRUPTCY JUDGE

Please return a copy to:
Adair & Myers, P.L.L.C.
3120 Southwest Freeway, Suite 320
Houston, Texas 77098
(713) 522-2270; fax (713) 522-3322

CERTIFICATE OF COMPLIANCE

The undersigned hereby certifies that the above order complies with this Court's instructions in open court on September 26, 2001 and that the amounts set forth represent the same total fees and expenses requested in the original application.



Thomas W. Graves